

**WALLER LANSDEN DORTCH & DAVIS**

A PROFESSIONAL LIMITED LIABILITY COMPANY

NASHVILLE CITY CENTER  
511 UNION STREET, SUITE 2100  
POST OFFICE BOX 198966  
NASHVILLE, TENNESSEE 37219-8966

(615) 244-6380

FAX: (615) 244-6804

www.wallerlaw.com

WALLER LANSDEN DORTCH & DAVIS, LLP  
AFFILIATED WITH THE PROFESSIONAL LIMITED LIABILITY COMPANY  
520 SOUTH GRAND AVENUE, SUITE 800  
LOS ANGELES, CALIFORNIA 90071  
(213) 362-3680

D Billye Sanders  
(615) 850-8951  
bsanders@wallerlaw.com

RECEIVED  
2003 OCT 29 PM 3:48  
T.R.A. DOCKET 8004  
WALLER LANSDEN DORTCH & DAVIS  
A PROFESSIONAL LIMITED LIABILITY COMPANY  
809 SOUTH MAIN STREET  
POST OFFICE BOX 1035  
COLUMBIA, TENNESSEE 38402-1035  
(931) 388-6031

October 29, 2003

**VIA HAND DELIVERY**

Deborah Tate, Chairman  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37219

DOCKET NO.

03-00575

Re: In the Matter of the Application of BLC Management LLC d/b/a  
Angles Communication Solutions for a Certificate of Public  
Convenience and Necessity to Provide Competing  
Telecommunications Services within the State of Tennessee

Dear Chairman Tate:

Enclosed you will find the original and thirteen (13) copies of the  
Application of BLC Management LLC d/b/a Angles Communication Solutions for a  
Certificate of Public Convenience and Necessity to provide competing  
telecommunications services within the State of Tennessee and a check for \$25.00  
for the filing fee.

Please contact me if you need additional information.

Sincerely,



D. Billye Sanders  
Attorney for Angles Communication  
Solutions

DBS/hmd

Questions regarding this Application should be directed to:

D. Billye Sanders  
Waller Lansden Dortch & Davis  
A Professional Limited Liability Company  
511 Union Street, Suite 2100  
Nashville, TN 37219  
(615) 244-6380  
(615) 244-6804/fax  
[bsanders@wallerlaw.com](mailto:bsanders@wallerlaw.com)

with copies to:

Michelle Chuang  
Foster & Malish, LLP  
1403 West Sixth Street  
Austin, TX 78703  
(512) 476-8591  
(512) 477-8657/fax  
[michellechuang@fostermalish.com](mailto:michellechuang@fostermalish.com)

and

K. Brian Cox  
President  
Angles Communication Solutions  
7850 Stage Hills Boulevard, Suite 108  
Memphis, TN 38133  
(901) 373-3103

After the authority is granted, for purposes of regulatory matters, TRA inquires and correspondence the contact at the company is: Jon Olivares, Vice President.

For complaints the contact is: Brandy Miles.

For customer service the contact is: Mandy Brownlee.

For maintenance and repairs the contact is: Rob Tisdell, Director of Field Operations.

All of these company representatives may be reached at the Angles' address above and at (901) 373-3103 or toll free at (877) 264-5375.

2. Organizational Chart of Ownership Structure: Include any pertinent acquisition or merger information.

See **Exhibit A**. Angles is not involved in any acquisitions or mergers. Angles is not affiliated with any other entity.

3. Applicant information:

Angles is a Tennessee limited liability company that is member-managed. There are four members: Brian Cox, Laura Cox, Kevin Womack, and Owen Vance. The four members are the sole owners of Angles.

Angles was organized in the state of Tennessee on February 23, 2001. A copy of Angles' Articles of Organization and amendments are provided in **Exhibit B**. The names and addresses of the principal corporate officers are in **Exhibit C**. The biographies of the principal officers and any other key technical staff are in **Exhibit D**.

Angles does not have certification as a telecommunications provider in any other state and no such applications are pending in other states. Angles has not been the subject of complaints in any state.

4. Angles possesses the managerial, technical, and financial ability to provide local and long distance telecommunications service in the State of Tennessee as demonstrated below:

A. Financial Qualifications:

In support of its financial qualifications, Angles submits its confidential financial statements under seal in **Exhibit E**.

Angles does not intend to purchase its own equipment and does not intend at this time to have switching capability. Angles will lease facilities that the incumbent local exchange carrier is responsible for providing. No estimated cost of network, switches, and unbundled network elements has been included.

**Exhibit F** contains projected financial statements for the next three (3) years. These documents are filed under seal.

Because Angles does not intend to purchase or deploy its own equipment in Tennessee, it has not included a capital expenditures budget.

Angles has the financial resources necessary to operate as a competitive local service provider in Tennessee.

None of the amounts included in the financial statements and projections relate to reciprocal compensation for terminating Internet service provider (“ISP”) traffic.

Pursuant to T.C.A. § 65-4-125, a letter of credit in the amount of twenty thousand dollars (\$20,000) to secure the payment of any monetary sanction imposed in any enforcement proceeding, brought under this title or the Consumer Telemarketing Protection Act of 1990, is provided as **Exhibit G**.

B. Managerial Ability:

As shown in **Exhibit D** to this Application, Angles has the managerial expertise to successfully operate a telecommunications enterprise in Tennessee. As described in the attached biographical information, Angles’ management team has extensive management and business experience in telecommunications.

C. Technical Qualifications:

Angles’ services will satisfy the standards established by the TRA. The Company will file and maintain tariffs in the manner prescribed by the TRA and will meet minimum basic local standards, including quality of service and billing standards required of all competing local exchange carriers (“CLEC’S”) regulated by the TRA.

Applicant will not require customers to purchase customer premise equipment (“CPE”), which cannot be used with the incumbent local exchange carriers’ (“ILECs”) systems.

Angles is technically qualified to provide local exchange and resold interexchange service in Tennessee. Its key personnel have extensive experience in the telecommunications field. Furthermore, Angles will rely on the services and expertise provided by the underlying ILECs. Angles does not intend to deploy switches but will offer services through a combination of resale and unbundled network elements (“UNEs”).

5. Proposed Service Area:

The Applicant proposes to offer its services throughout the State of Tennessee. Initial services are planned in BellSouth service areas.

Angles does not intend to own its own equipment, but will lease facilities from the ILECs and resell long distance service from interexchange carriers. Angles will offer services through a combination of UNEs and resold service.

6. Types of Telecommunications Services to be provided:

B. Angles expects to offer a broad variety of local exchange and resold interexchange services to business and residential customers in Tennessee. Angles’ initial line of local services will be comparable to that currently offered by the ILECs. Initially, Angles plans to provide resold long distance services, but may provide facilities based interexchange services in the future. Angles plans to provide basic local exchange telephone service or its equivalent through arrangements with other carriers or companies. Angles intends to provide the following:

- 1) access to 911 and E911 emergency service;
- 2) white page directory listings and directory assistance;

- 3) consumer access to and support for the Tennessee Relay Center in the same manner as incumbent local exchange telephone companies;
- 4) free blocking service for 900, 976 type services in accordance with TRA policy;
- 5) Lifeline and Link-up services to qualifying citizens of this state;
- 6) educational discounts in existence as of June 6, 1995 TRA Rule 1220-4-8-.04.

7. Repair and Maintenance:

Angles understands the importance of effective customer service for local service customers. Angles has made arrangements for its customers to call the company at its toll-free customer service number 1-877-264-5375 (1-877-ANGLES-5). In addition, customers may contact the company in writing at the headquarters address. The toll free number will be printed on the customer's monthly billing statements. The Tennessee contact person for regulatory matters will be Jon Olivares.

8. Small and Minority-Owned Telecommunications Business Participation Plan:

Pursuant to T.C.A. § 65-5-212, Angles' Small and Minority-Owned Telecommunications Business Participation Plan attached as **Exhibit H**.

9. Toll Dialing Parity Plan:

Angles Toll Dialing Parity Plan is attached as **Exhibit I**.

10. Applicant has served notice of this Application to the eighteen (18) incumbent local exchange telephone companies in Tennessee and the Consumer Advocate and Protection Division of the Office of the Tennessee Attorney General with a statement regarding the company's intention of operating geographically. See **Exhibit J** for the Notice.

11. Numbering Issues:

Angles Statement regarding Numbering Issues is provided in **Exhibit K**.

12. Tennessee Specific Operational Issues:

Statements regarding various Tennessee Specific Operational Issues are provided in **Exhibit L**.

13. Public Interest:

Grant of the Application will further the goals of the Tennessee Legislature and further the public interest by expanding the availability of competitive telecommunications services in the State of Tennessee. In addition, offering of these services is in the public interest because the services will provide Tennessee customers increased efficiencies and cost savings. Authorizing Angles to provide local exchange and interexchange telecommunications services will enhance the telecommunications infrastructure in the State of Tennessee and will facilitate economic development.

In particular, the public will benefit both directly, through the use of the competitive services to be offered by Angles and indirectly, because Angles' presence in Tennessee will increase the incentives for other telecommunications providers to operate more efficiently, offer more innovative services, reduce their prices, and improve their quality of service. Grant of this Application will further enhance the service options available to Tennessee citizens for the reasons set forth above.

14. Miscellaneous:

A. Sworn Pre-filed testimony: See **Exhibit M**.

B. Applicant does not require customer deposits.

**CONCLUSION:**

Angles respectfully requests that the TRA enter an order granting it a certificate of public convenience and necessity to operate as a competing telecommunications service provider and authority to provide a full range of local exchange and interexchange services on a facilities-

based and resale basis throughout the State of Tennessee in the service areas of Bell South, GTE and Sprint and any other ILEC that does not enjoy a rural exemption under Section 251(f) of the Telecommunications Act of 1996. For the reasons stated above, Angles' provision of these services would promote the public interest by providing high-quality service at competitive prices and by creating greater economic incentives for the development and improvement for all competing providers.

Respectfully submitted this 29<sup>th</sup> day of October, 2003.

Respectfully submitted,

BLC Management LLC d/b/a  
Angles Communication Solutions

By: Its Attorneys

Foster & Malish, L.L.P.  
1403 West Sixth Street  
Austin, TX 78703  
(512) 476-8591  
(512) 477-8657/fax

and

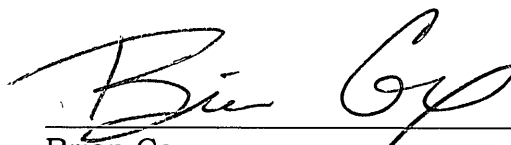
Waller Lansden Dortch & Davis  
511 Union Street, Suite 2100  
Nashville, TN 37219

By: D. Billye Sanders  
D. Billye Sanders  
TN State Bar #005631



**VERIFICATION**

I, Brian Cox, being duly sworn, depose and state that I am the President of BLC Management LLC d/b/a Angles Communications Solutions ("Angles"), the Applicant in the subject proceeding; that I am authorized to make this Verification on behalf of Angles; that I have read the foregoing Application and exhibits and know the content thereof; that the same are true and correct to the best of my knowledge, information and belief.

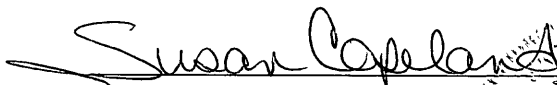


Brian Cox  
President  
BLC Management LLC d/b/a Angles  
Communications Solutions

STATE OF TENNESSEE )

COUNTY OF Shelby )

Sworn to and subscribed before me this 28<sup>th</sup> day of October, 2003.



Notary Public  
My Commission Expires:

MY COMMISSION EXPIRES:  
April 13, 2004

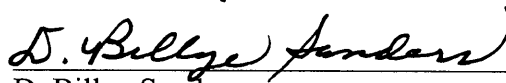


## **LIST OF EXHIBITS**

- Exhibit A: Applicant Organizational Chart of Ownership Structure
- Exhibit B: Angles' Articles of Organization and Amendments
- Exhibit C: Names and addresses of principal corporate officers
- Exhibit D: Biographies of principal officers and other key technical staff
- Exhibit E: Angles Financial Statements (Confidential – Filed Under Seal)
- Exhibit F: Projected Financial Statements (Confidential – Filed Under Seal)
- Exhibit G: Letter of Credit
- Exhibit H: Small & Minority Owned Telecommunications Business Plan
- Exhibit I: Toll Dialing Parity Plan
- Exhibit J: Notice to ILECs and the Consumer Advocate and Protection Division
- Exhibit K: Statement Regarding Numbering Issues
- Exhibit L: Statements Regarding Tennessee Specific Operational Issues
- Exhibit M: Sworn Pre-filed testimony

CERTIFICATE OF SERVICE

I hereby certify that notice of the foregoing Application as set forth in Exhibit J to this Application was served by U.S. Mail on the entities listed on the attached service list on this 27<sup>th</sup> day of October, 2003.

  
D. Billye Sanders

1) ARDMORE TELEPHONE COMPANY, INC.

P.O. Box 549  
517 Ardmore Avenue  
Ardmore, TN 38449  
(205) 423-2131  
(205) 423-2208 (Fax)

2) BELLSOUTH

333 Commerce Street  
Nashville, TN 37201-3300  
(615) 214-3800  
(615) 214-8820 (Fax)

3) CENTURY TELEPHONE OF ADAMSVILLE

P.O. Box 405  
116 N. Oak Street  
Adamsville, TN 38310  
(901) 632-3311  
(901) 632-0232 (Fax)

4) CENTURY TELEPHONE OF CLAIBORNE

P.O. Box 100  
507 Main Street  
New Tazewell, TN 37825  
(423) 626-4242  
(423) 626-5224 (Fax)

5) CENTURY TELEPHONE OF OOLTEWAH-COLLEGEDALE, INC.

P.O. Box 782  
5616 Main Street  
Ooltewah, TN 37363  
(423) 238-4102  
(423) 238-5699 (Fax)

6) CITIZENS COMMUNICATIONS COMPANY OF TENNESSEE

P.O. Box 770  
300 Bland Street  
Bluefield, WV 24701

7) FRONTIER COMMUNICATIONS OF AMERICA

250 South Franklin Street  
P.O. Box 689  
Cookeville, Tennessee 38501  
(931) 528-0518  
(931) 528-0604 (Fax)

8) LORETTO TELEPHONE COMPANY, INC.

P.O. Box 130

Loretto, TN 38469

(931) 853-4351

(931) 853-4329 (Fax)

9) MILLINGTON TELEPHONE COMPANY, INC.

P.O. Box 429

4880 Navy Road

Millington, TN 38083-0429

(901) 872-3311

(901) 873-0022 (Fax)

10) SPRINT-UNITED

112 Sixth Street

Bristol, TN 37620

(423) 968-8161

(423) 968-3148 (Fax)

11) TDS TELECOM-CONCORD TELEPHONE EXCHANGE, INC.

P.O. Box 22610

701 Concord Road

Knoxville, TN 37933-0610

(423) 966-5828

(423) 966-9000 (Fax)

12) TDS TELECOM-HUMPHREYS COUNTY TELEPHONE COMPANY

P.O. Box 552

203 Long Street

New Johnsonville, TN 37134-0552

(931) 535-2200

(931) 535-3309 (Fax)

13) TDS TELECOM-TELLICO TELEPHONE COMPANY, INC.

P.O. Box 9

102 Spence Street

Tellico Plains, TN 37385-0009

(423) 671-4600

(423) 253-7080 (Fax)

14) TDS TELECOM-TENNESSEE TELEPHONE COMPANY

P.O. Box 18139

Knoxville, TN 37928-2139

(423) 922-3535

(423) 922-9515 (Fax)

15) TEC-CROCKETT TELEPHONE COMPANY, INC.  
P.O. Box 7  
Friendship, TN 38034  
(901) 677-8181

16) TEC-PEOPLE'S TELEPHONE COMPANY, INC.  
P.O. Box 310  
Erin, TN 37061  
(931) 289-4221  
(931) 289-4220 (Fax)

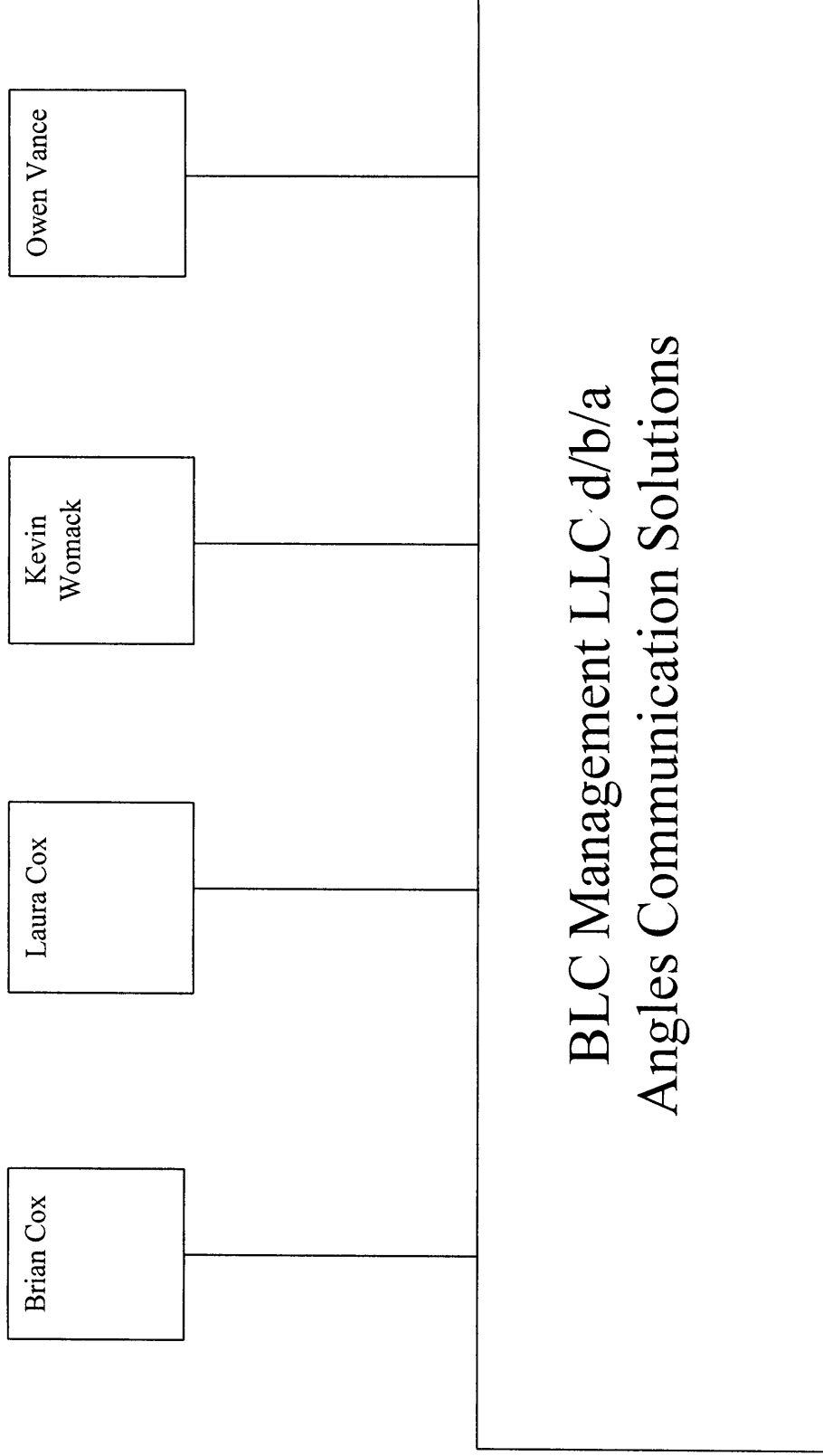
17) TEC-WEST TENNESSEE TELEPHONE COMPANY, INC.  
P.O. Box 10  
244 E. Main Street  
Bradford, TN 38316  
(901) 742-2211  
(901) 742-2212 (Fax)

18) UNITED TELEPHONE COMPANY  
P.O. Box 38  
120 Taylor Street  
Chapel Hill, TN 37034  
(931) 364-2289  
(931) 364-7202 (Fax)

19) CONSUMER ADVOCATE AND PROTECTION DIVISION  
OFFICE OF THE TENNESSEE ATTORNEY GENERAL & REPORTER  
425 Fifth Avenue North  
Nashville, Tennessee 37202-0207  
Attention: Russell Perkins, Esq.

**EXHIBIT A**

**BLC Management LLC d/b/a Angles Communication Solutions Organizational Chart**



**EXHIBIT B**

**ARTICLES OF ORGANIZATION AND AMENDMENTS**



**Secretary of State**  
**Division of Business Services**  
312 Eighth Avenue North  
6th Floor, William R. Snodgrass Tower  
Nashville, Tennessee 37243

DATE: 08/22/02  
REQUEST NUMBER: 4584-0345  
TELEPHONE CONTACT: (615) 741-2286  
FILE DATE/TIME: 08/22/02 0849  
EFFECTIVE DATE/TIME:  
CONTROL NUMBER: 0403943

TO:  
BLC MANAGEMENT LLC  
3409 WRISTER COVE  
BARTLETT, TN 38135

RE:  
ANGLES COMMUNICATION SOLUTIONS  
APPLICATION FOR REGISTRATION OF ASSUMED NAME -  
LIMITED LIABILITY COMPANY

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN EFFECTIVE  
DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE  
REFER TO THE LIMITED LIABILITY COMPANY CONTROL NUMBER GIVEN ABOVE.

FOR: APPLICATION FOR REGISTRATION OF ASSUMED NAME - ON DATE: 08/22/02  
LIMITED LIABILITY COMPANY

FROM:  
ANGLES  
5134 ELMORE ROAD  
SUITE-6  
MEMPHIS, TN 38134-0000

RECEIVED: FEES \$20.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$20.00


RECEIPT NUMBER: 00003133943  
ACCOUNT NUMBER: 00398384



SS-4458

*Riley C. Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE

<p><b>State of Tennessee</b></p> <p></p> <p><b>Department of State</b> Corporate Filings 312 Eighth Avenue North 6th Floor, William R. Snodgrass Tower Nashville, TN 37243</p>	<p>For Office Use Only</p> <p><b>FILED</b></p>		
<p>Pursuant to the provisions of § 48-207-101 (d) of the Tennessee Limited Liability Company Act, the undersigned Limited Liability Company hereby submits this application:</p>			
<p>1. The true name of the Limited Liability Company is: <u>BLC Management LLC</u></p>			
<p>2. The state or country of organization is: <u>Tennessee</u></p>			
<p>3. The Limited Liability Company intends to transact business under an assumed Limited Liability Company name.</p>			
<p>4. The assumed Limited Liability Company name the Limited Liability Company proposes to use is: <u>Angles Communication Solutions</u></p>			
<p><b>NOTE:</b> The assumed Limited Liability Company name must meet the requirements of § 48-207-101 of the Tennessee Limited Liability Company Act.</p>			
<table border="0"><tr><td data-bbox="219 1404 706 1670"><p><u>8/19/02</u> Signature Date</p><p><u>OWNER</u> Signer's Capacity</p></td><td data-bbox="828 1457 1453 1755"><p><u>BLC Management LLC</u> Name of Limited Liability Company</p><p><u>K. Brian Cox</u> Signature</p><p><u>K. Brian Cox</u> Name (typed or printed)</p></td></tr></table>		<p><u>8/19/02</u> Signature Date</p> <p><u>OWNER</u> Signer's Capacity</p>	<p><u>BLC Management LLC</u> Name of Limited Liability Company</p> <p><u>K. Brian Cox</u> Signature</p> <p><u>K. Brian Cox</u> Name (typed or printed)</p>
<p><u>8/19/02</u> Signature Date</p> <p><u>OWNER</u> Signer's Capacity</p>	<p><u>BLC Management LLC</u> Name of Limited Liability Company</p> <p><u>K. Brian Cox</u> Signature</p> <p><u>K. Brian Cox</u> Name (typed or printed)</p>		

SS-4230 (Rev. 7/01) Filing Fee: \$20.00 RDA2458

0403943

**Secretary of State**  
**Division of Business Services**  
**312 Eighth Avenue North**  
**6th Floor, William R. Snodgrass Tower**  
**Nashville, Tennessee 37243**

DATE: 02/26/01  
REQUEST NUMBER: 4133-0763  
TELEPHONE CONTACT: (615) 741-2286  
FILE DATE/TIME: 02/23/01 0917  
EFFECTIVE DATE/TIME: 02/23/01 0917  
CONTROL NUMBER: 0403943

TO:  
BLC MANAGEMENT LLC  
3409 WRISTER COVE  
BARTLETT, TN 38135

RE:  
BLC MANAGEMENT LLC  
ARTICLES OF ORGANIZATION -  
LIMITED LIABILITY COMPANY

CONGRATULATIONS UPON THE FORMATION OF THE LIMITED LIABILITY COMPANY IN THE STATE OF TENNESSEE WHICH IS EFFECTIVE AS INDICATED ABOVE.

A LIMITED LIABILITY COMPANY ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE ON OR BEFORE THE FIRST DAY OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE LIMITED LIABILITY COMPANY'S FISCAL YEAR. ONCE THE FISCAL YEAR HAS BEEN ESTABLISHED, PLEASE PROVIDE THIS OFFICE WITH WRITTEN NOTIFICATION. THIS OFFICE WILL MAIL THE REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE LIMITED LIABILITY COMPANY AT THE ADDRESS OF ITS PRINCIPAL OFFICE OR TO A MAILING ADDRESS PROVIDED TO THIS OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO MAINTAIN A REGISTERED AGENT AND OFFICE WILL SUBJECT THE LIMITED LIABILITY COMPANY TO ADMINISTRATIVE DISSOLUTION.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE LIMITED LIABILITY COMPANY CONTROL NUMBER GIVEN ABOVE. PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A LIMITED LIABILITY COMPANY HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

FOR: ARTICLES OF ORGANIZATION -  
LIMITED LIABILITY COMPANY

ON DATE: 02/23/01

FROM:  
BRIAN COX  
3409 WRISTER COVE  
BARTLETT, TN 38135-0000

RECEIVED: FEES \$300.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$300.00

RECEIPT NUMBER: 00002818142  
ACCOUNT NUMBER: 00351522



*Riley C. Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE



**Department of State**  
Corporations Section  
312 Eighth Avenue North  
6<sup>th</sup> Floor, William R. Snodgrass Tower  
Nashville, TN 37243

# ARTICLES OF ORGANIZATION (LIMITED LIABILITY COMPANY)

For Office Use Only

RECEIVED  
01 FEB 23 AM 9:07  
SECRETARY OF STATE

The undersigned acting as organizer(s) of a Limited Liability Company under the provisions of the Tennessee Limited Liability Company Act, § 48-205-101, adopts the following Articles of Organization.

1. The name of the Limited Liability Company is:

BLC Management LLC

(NOTE: Pursuant to the provisions of § 48-207-101, each limited Liability Company name must contain the words "Limited Liability Company" or the abbreviation "LLC" or "L.L.C.")

2. The name and complete address of the Limited Liability Company's initial registered agent and office located in the state of Tennessee is:

Brian Cox

( Name )

3409 Wrister Cove

( Street Address )

Bartlett, TN 38135

( City )

( State/Zip Code )

Shelby

( County )

3. List the name and complete address of each organizer of this Limited Liability Company.

Brian Cox

( Name )

3409 Wrister Cove, Bartlett, TN 38135

( Include: Street Address, City, State and Zip Code )

Laura Cox

( Name )

3409 Wrister Cove, Bartlett, TN 38135

( Street Address, City, State and Zip Code )

( Name )

( Street Address, City, State and Zip Code )

4. The Limited Liability Company will be: ( NOTE: PLEASE MARK APPLICABLE BOX )

☐ Board Managed

☒ Member Managed

5. Number of members at the date of filing two (2)

6. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date and time is:

Date \_\_\_\_\_ Time \_\_\_\_\_ (Not to exceed 90 days.)

7. The complete address of the Limited Liability Company's principal executive office is:

3409 Wrister Cove

( Street Address )

Bartlett, TN/ United States/ 38135

( City )

( State/Country/Zip Code )

8. Period of Duration: Indefinite

9. Other Provisions:

Feb. 15, 2001

Signature Date

President

Signer's Capacity

Brian Cox  
Signature (manager or member authorized to sign by the Limited Liability Company)

Brian Cox

Name (typed or printed)

**Secretary of State**  
**Division of Business Services**  
**312 Eighth Avenue North**  
**6th Floor, William R. Snodgrass Tower**  
**Nashville, Tennessee 37243**

DATE: 08/07/03  
REQUEST NUMBER: 4880-1835  
TELEPHONE CONTACT: (615) 741-2286  
FILE DATE/TIME: 08/05/03 1127  
EFFECTIVE DATE/TIME: 08/05/03 1127  
CONTROL NUMBER: 0403943

TO:  
BLC MANAGEMENT LLC  
7850 STAGE HILLS BLV  
S-108  
BARTLETT, TN 38133

RE:  
BLC MANAGEMENT LLC  
CHANGE OF REGISTERED OFFICE (BY AGENT) -  
LIMITED LIABILITY COMPANY

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE LIMITED LIABILITY COMPANY CONTROL NUMBER GIVEN ABOVE.

FOR: CHANGE OF REGISTERED OFFICE (BY AGENT) -  
LIMITED LIABILITY COMPANY

ON DATE: 08/05/03

FROM:  
ANGLES COMMUNICATION SOLUTIONS  
5134 ELMORE RD  
SUITE 6  
MEMPHIS, TN 38134-0000

RECEIVED: FEES \$20.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00003340966  
ACCOUNT NUMBER: 00407092



SS-4458

*Riley C. Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE

State of Tennessee



Department of State  
Corporate Filings  
312 Eighth Avenue North  
6th Floor, William R. Snodgrass Tower  
Nashville, TN 37243

CHANGE OF REGISTERED OFFICE  
BY AGENT  
(LIMITED LIABILITY COMPANY)

For Office Use Only

RECEIVED  
SECRETARY OF STATE  
2003 AUG 27 11:27  
FILED

Pursuant to the provisions of § 48-208-102(b) of the Tennessee Limited Liability Company Act, the undersigned agent hereby submits this application:

1. The name of the Limited Liability Company is: BLC Management LLC
2. The street address of its current registered office is: (include complete street address, city, state and zip below)  
5134 Elmore Rd. STE 6, Memphis 38134
3. The name of the current registered agent is: K. Brian Cox
4. The street address of the new registered office. (include complete street address, city, state, zip and county below.)  
7850 Stage Hills Blvd., Suite 108  
Bartlett TN 38133
5. After the change, the street addresses of the registered office and the business office of the registered agent will be identical.
6. The Limited Liability Company has been notified of the change of address for the registered office.

July 28, 2003

Signature Date

President / CEO

Signer's Capacity

BLC Management LLC

Name of Limited Liability Company

K. Brian Cox

Signature

K. Brian Cox

Name (typed or printed)

### **EXHIBIT C**

Names and Addresses of key personnel of Angles are as follows:

Brian Cox, President  
Jon Olivares, Vice President  
Kevin Brownlee, Business Systems Manager  
Rob Tisdell, Director of Field Operations

All are at the following address:  
7850 Stage Hills Blvd., Suite 108  
Memphis, TN 38133  
(901)-373-3103 or toll-free at (877) 264-5375

**EXHIBIT D**

**BIOGRAPHIES OF PRINCIPAL OFFICERS AND OTHER KEY TECHNICAL STAFF**



**K. Brian Cox**  
**3409 Wrister Cove**  
**Bartlett, TN 39133**  
**901-372-7227**

## **Experience**

- 02/01/01      **Angles Communication Solutions**  
*President*  
Founded BLC Management LLC dba Angles Communication Solutions in early 2001 to provide hands on communication services to business and residential customers. Assembled an experienced and dedicated management team has proven to be extremely effective. Worked with various internet technologies including wireless internet applications and compression. Spent over 3 years studying other telecommunications company's models for profitability and growth to provide the best possible growth model for Angles Communication Solutions. Angles Communication Solutions has been a top agent for 2 CLEC UNE-P companies in the Southeast.
- 01/01/99 to  
02/01/01      **Lose Brothers Chemical**  
*Regional Account Executive*  
Served as an account executive for Lose Brothers Chemical which was the regional distributor of Ortho Chemical. Achieved the honor of having the highest increase in sales volume of any executive in the country 2 years in a row.

## **JONATHAN L. OLIVARES**

2690 Wayne Place  
Memphis, Tennessee 38133  
(901) 383-6973

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### **OBJECTIVE**

Sales/Sales Management - Telecommunications Business Development Executive with extensive knowledge of the Telecom Industry, including but not limited to Local, Long Distance (switched and dedicated), ISP Services, Enhanced Data, DSL Services, Lucent Switching Platform. Equally versed in VOIP and VODSL Technology.

- Intend to impact the productivity/profitability of a sales-based company by developing and managing partnering relationships with major market companies.
- *Will utilize:* - Diplomatic negotiating skills to initiate and grow long-term business relationships.
  - Strategic selling capabilities to advance sales relationships from price/value based into an environment where clients choose service over price.

### **BUSINESS DEVELOPMENT OVERVIEW**

Established a 12+-year track record for building high-level client relationships as well as creating multi-million dollar sales opportunities through the development of client-specific systems and by negotiating long-term supplier/vendor relationships with major accounts. Offer highly effective client relations development and management skills. Developed strategic industry sales relationships with major market leaders and have opened new markets against established competitors. Employment history includes a series of promotions into executive sales, where I have established a reputation as a premier business developer.

#### **Strengths**

- Multi-Office Management; ability to rollout start-up programs
- Recognizing business opportunities and maximizing their potential.
- Consulting with clients regarding marketing and business planning and analysis.
- Initiating, developing, and executing marketing strategies and plans for national, regional, and small businesses.
- Designing solutions, generating proposals (to convey service/product needs to customers), and implementing solutions.
- Managing all aspects of a sales portfolio: forecasting, competitive analysis, territory planning, and personnel performance input for team efforts.
- Strong knowledge of Central Office Switching Platforms
- Developed and continually cultivate vast network of industry contacts/relationships

### **EXPERIENCE**

NETWORK TELEPHONE CORP., Memphis, TN

8/00 - Present

**Area Sales Manager** Hired to open-up this new territory (W. TN & N. MS) and develop/implement an executive strategy to oversee sales, marketing, supply, and all management team development functions for this Integrated Communications Provider. Successfully planned and opened 29 Central Offices. Provide consulting and strategy to personnel/customers on NTC Services.

- Spearheaded account growth from zero accounts to over five hundred accounts in six months; ranked in Top 3 Areas out of 57 Areas, with sales of over \$1.5MM per month the first year.
- Achieved \$60K new monthly billing average per CENTRAL OFFICE in Region; P/L of \$400K Annual Budget
- Responsible for obtaining real estate for NTC sales office and Lucent 5ESS/7RE Central Office.
- Instrumental in installation of DSLAMS and all Central Office Equipment.
- Assist in coordinating advertising/marketing campaigns that attracted new business and increased market share.
- Utilize highly effective communication/interpersonal skills to develop and manage relations with all levels of professionals and clients.
- Develop sales programs/contracts that meet client needs/budgets and exceed expectations.
- Handle all phases of special promotions and group packages.
- Provide training, direction, and support for sales force/staff, emphasizing customer service.
- Use diplomatic negotiating skills to initiate and grow long-term business relationships, as well as outstanding client service capabilities to build trust and rapport with clients.
- Advance relationships with major clients to a partnering level to increase their loyalty and to gain a larger share.
- Track all aspects of territory and account specific sales and revenue records.

## JONATHAN L. OLIVARES

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Continued:

XO COMMUNICATIONS, Memphis, TN

1/98 - 8/00

**Major Accounts Director** Positioned territory as one of the top producers in the company by: (1) negotiating partnerships with major accounts, (2) developing solid sales programs and, (3) maintained customer base through effective product consulting, and maintaining consistency in visibility, communication, and service.

- Developed aggressive strategy to drive new business growth; increased account base by 40%.
- Guided growth and development of 12 member sales team including 2 Sales Engineers
- Consistently exceeded monthly sales quota (averaged 155% of monthly sales quota).
- Innovated a management strategy that has maximized the efficiency of service, and allowed increased ability to drive product-specific volume and profit.
- Repositioned forecasts as well as actual territory sales volume to align with corporate objectives.
- Continually drive revenue streams for higher volume and service-driven clients to maximize selling time and improve overall revenue production; keep client portfolio at the 60+-account per rep level.
- Manager of the Quarter (2 times); 280% of quota for 2nd Quarter 2000.

MCI TELECOMMUNICATIONS, San Antonio, TX

5/91 - 11/97

**District Sales Manager** Supervised the South Texas Regional offices located in Dallas, San Antonio, Houston and Laredo and all staff including sales, sales support, engineering and administration. Created an atmosphere and culture that was effective for driving business growth and was the key driving force for directing system-wide sales growth and service quality improvements.

- Designed and implemented sales promotions, new product campaigns, sales training, sales rallies, and incentive programs.
- Developed and implemented training methods that were adapted nationally.
- Team lead for the development of S.M.A.R.T. Manual (Sales, Marketing, and Retention) for Agent Channel Programs.
- Introduced HTR (Home Town Rep) Agent Program that expanded account base by \$2MM the first 12 months.
- Recognized by numerous Local, Regional, and National Awards; Top 10% DSM Nationally.

## EDUCATION

SAN DIEGO STATE UNIVERSITY, San Diego, CA

**B.S. Telecommunications**

ASCENT, SCALING THE HEIGHTS OF MANAGEMENT, Denver CO

**Certification, Course 101-103,201-203,301-303**

LUCENT 5ESS SWITCHING PLATFORM, Pittsburgh PA

**Certification, Customer Applications**

**KEVIN J. BROWNLEE**

6443 Donleigh Drive #304  
Bartlett, TN 38135  
(901) 266-4424

**OBJECTIVE**

Position that requires knowledge of decision-making, working with people, and use of my business & industry skills to help that business or organization become a success.

**EDUCATION**

**The University of Kansas** **Lawrence, Kansas**  
*B.S. Business Administration* **May 1998**  
Honor Roll at The University of Kansas (1994-1998)  
Golden Key National Honor Society (1996-1998)  
Homer Hoyt and Gary Irish Business Scholarships from the University of Kansas  
Business School for Academic Excellence (1996-1998)  
GPA in the School of Business: 3.8  
GPA Overall: 3.5

**RELEVANT EXPERIENCE**

4/03  
to Present

**Angles Communication Solutions** **Memphis, Tennessee**  
*Business Systems Manager*  
Financial Planning & Analysis to provide accurate information for company expansion.

9/00  
to 4/03

**Alamosa PCS (Sprint Network Affiliate)** **Leawood, Kansas**  
*Network Analyst*  
In charge of cell site tracking to determine the on-air status of each site within our markets. Creating workspaces and reliable maps detailing the sites and coverage boundaries within each market throughout the country. Updating any and all current and future coverage boundaries to ensure an accurate representation of our network footprint. Calculating the amount of covered population within our coverage areas to determine the potential consumer base.

2/99  
to 9/00

**Sprint PCS** **Overland Park, Kansas**  
*Financial Analyst*  
Financial Planning & Analysis to provide accurate information to Corporate Vice Presidents. Responsible for the budget preparation, monthly variance analysis, project costing, & forecasting future build expenditures.

6/98  
to 2/99

**Eclipse Telecommunications** **Mission, Kansas**  
*Financial Analyst*  
Keeping the company's financial assets in order. Handling all accounts receivable and payable to ensure that the financial budget balanced.

**SKILLS**

Extensive training in the software packages MapInfo & ArcView. Use of PLANET to run coverage propagation of actual and possible signal strength levels. Knowledge of Microsoft Office products including: Excel, Word, PowerPoint, Access, and Publisher.

# Rob Tisdell

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## Experience

1998-2002

Chism Electric

Memphis, TN

### **Worked as Electrician, Crew Leader, and Voice and Data Network Management**

- Worked for International Paper managing voice and data communications networks.
- Installation of voice and data communications backbone cabling.
- Installation of voice and data communications horizontal cabling.
- Installation and termination of twisted pair and non-twisted pair copper cabling. (Cat5e and Cat6)
- Installation and termination of single mode and multi mode fiber optic cabling.
- Complete build out of Voice and Data Networks at Lenox Park and Willow Lake buildings. Installation of hidden and non hidden cameras at IP's Data Center at Southwind
- Monitored and configured the never-ending add/removes, and remodeling. Maintained upkeep of Networks working alongside IP's IT/LAN Departments.
- Installation of network of wireless barcode scanners at Int'l Paper plant in Jackson TN
- Converted existing Type I and Type II network into Cat 5e network with no downtime.

**International Paper** - Token Ring to Fast Ethernet Conversion  
.....all of their buildings in Memphis. Installation of Cat5e and Cat 3 and Removal of old Type 1 and voice cable. It was imperative that "Downtime" kept to an absolute MINIMUM as all of IP's employees were expected to get their work done. Approx. 2500 users in 2 10 story buildings at International Place alone. Part of the conversion was to install a Fiber Optics Backbone Involved in installation of fiber backbone at all Memphis locations.

- Installation and upkeep of Uninterruptible Power Supplies.
- Installation of network switching equipment.
- Installation of hidden and non-hidden CCTV cameras.
- Installation and management of CCTV networking equipment. (IPTV)

**Subcontractor/Technician**

- ## Education

2002	Certified Installer of Hubbell Premise Wiring Mission Critical
2002	Certified Installer of Belden Products

**EXHIBIT E**

**CONFIDENTIAL; SUBMITTED UNDER SEAL**

Angles submits unaudited financial statements. Angles does not have audited financial statements.

**EXHIBIT F**

**CONFIDENTIAL; SUBMITTED UNDER SEAL**

Angles submits projected financial statements for the next three (3) years.



**EXHIBIT G**  
**LETTER OF CREDIT**



## IRREVOCABLE LETTER OF CREDIT

Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

REFERENCE: Name of Company authorized by TRA: BLC Management, LLC, d/b/a  
Angles Communications Solutions

Company ID # as assigned by the TRA: \_\_\_\_\_  
Irrevocable Letter of Credit Number: 6072133  
Effective Date: October 10, 2003  
Expiration Date: October 10, 2004

Sir/Madam:

You have requested of FirstBank (the "Lender") that we establish an irrevocable letter of credit which will remain available on behalf of BLC Management LLC d/b/a Angles Communications, Solutions (the "Company") who has applied to the Tennessee Regulatory Authority (the "TRA") for authority to provide telecommunications services in the state of Tennessee. The purpose of this letter of credit is to secure payment of any monetary sanction imposed against the Company, its representatives, successors or assigns, in any enforcement proceeding brought under Title 65 of Tennessee Code Annotated or the Consumer Telemarketing Act 1990, by or on behalf of the TRA.

We hereby establish and issue, in favor of the TRA, an irrevocable letter of credit in the amount of twenty thousand dollars (\$20,000.00) lawful money of the United States of America. The TRA may draw upon this letter of credit, at any time and from time to time, by delivering a Letter of Credit Notice, substantially in the form set forth below (a "Notice"), which Notice shall specify the Amount (the "Draw Amount") to be drawn and the bank account (the "Bank Account") to which the Draw Amount should be delivered and shall be signed by an official designated and duly authorized by the TRA, to Lender

## **EXHIBIT H**

### **SMALL AND MINORITY-OWNED TELECOMMUNICATIONS BUSINESS PARTICIPATION PLAN**

Pursuant to T.C.A. §65-5-212, as amended, Angles Communication Solutions (“Angles”) submits this Small and Minority-Owned Telecommunications Business Participation Plan (the “Plan”) along with its Application for a Certificate of Public Convenience and Necessity to provide competing intrastate and local exchange services in Tennessee.

#### **I. PURPOSE**

The purpose of §65-5-212 is to provide opportunities for small and minority-owned businesses to provide goods and services to telecommunications service providers. Angles is committed to the goals of §65-5-212 and to taking steps to support the participation of small and minority-owned telecommunications businesses in the telecommunications industry. Angles will endeavor to provide opportunities for small and minority-owned telecommunications businesses to compete for contracts and subcontracts for goods and services. As part of its procurement process, Angles will make efforts to identify and inform minority-owned and small businesses that are qualified and capable of providing goods and services to Angles of such opportunities. Angles’ representatives will contact the Department of Economic and Community Development, the administrator of the small and minority-owned telecommunications assistance program, to obtain a list of qualified vendors. Moreover, Angles will seek to increase awareness of such opportunities so that companies not otherwise identified will have sufficient information to participate in the procurement process.

## II. DEFINITIONS (as defined in §65-5-212)

Minority-Owned Business. Minority-owned business shall mean a business which is solely owned, or at least fifty-one percent (51%) of the assets or outstanding stock of which is owned, by an individual who personally manages and controls daily operations of such business, and who is impeded from normal entry into the economic mainstream because of race, religion, sex or national origin and such business has annual gross receipts of less than four million dollars (\$4,000,000).

Small Business. Small Business shall mean a business with annual gross receipts of less than four million dollars (\$4,000,000).

## III. ADMINISTRATION

Angles' Plan will be overseen and administered by the individual named below, hereinafter referred to as the Administrator, who will be responsible for carrying out and promoting Angles' full efforts to provide equal opportunities for small and minority-owned businesses. The Administrator of the Plan will be:

Kevin Brownlee  
7850 Stage Hills Boulevard, Suite 108  
Memphis, TN 38133

The Administrator's responsibilities will include:

- (1) Maintaining an updated Plan in full compliance with §65-5-212 and the rules and orders of the Tennessee Regulatory Authority.
- (2) Establishing and developing policies and procedures necessary for the successful implementation of the Plan.
- (3) Preparing and submitting such forms as may be required by the Tennessee Regulatory Authority, including the filing of required annual updates.

- (4) Serving as the primary liaison to and cooperate with the Tennessee Regulatory Authority, other agencies of the State of Tennessee, and small and minority-owned businesses to locate and use qualified small and minority-owned businesses as defined in §65-5-212.
- (5) Searching for and developing opportunities to use small and minority-owned businesses and encouraging such businesses to participate in and bid on contracts and subcontracts.
- (6) Providing records and reports and cooperate in any authorized surveys as required by the Tennessee Regulatory Authority.
- (7) Establishing a record-keeping system to track qualified small and minority-owned businesses and efforts to use such businesses.
- (8) Providing information and educational activities to persons within Angles and training such persons to seek out, encourage, and promote the use of small and minority-owned businesses.

In performance of these duties, the Administrator will utilize a number of resources, including:

Chambers of Commerce  
The Tennessee Department of Economic and Community Development  
The United States Department of Commerce  
Small Business Administration  
Office of Minority Business  
The National Minority Supplier Development Counsel  
The National Association of Women Business Owners  
The National Association of Minority Contractors  
Historically Black Colleges, Universities, and Minority Institutions

The efforts to promote and ensure equal opportunities for small and minority-owned businesses are primarily spelled out in the Administrator's duties above.

Additional efforts to provide opportunities to small and minority-owned businesses will include offering, where appropriate and feasible, small and minority-owned businesses assistance with technical, insurance, bonding, licensing, production, and deadline requirements.

#### IV. RECORDS AND COMPLIANCE REPORTS

Angles will maintain records of qualified small and minority-owned business and efforts to use the goods and services of such businesses. In addition, Angles will maintain records of educational and training activities conducted or attended and of the internal procurement procedures adopted to support this plan. Angles will submit records and reports required by the Tennessee Regulatory Authority concerning the Plan. Moreover, Angles will cooperate fully with any surveys and studies required by the Tennessee Regulatory Authority.

Angles

By: 

Dated: 10/13/03

## **EXHIBIT I**

### **ANGLES COMMUNICATION SOLUTION INTRALATA TOLL DIALING PARITY PLAN**

Angles Communication Solutions (“Angles” or the “Company”) hereby provides an IntraLATA Equal Access Plan or Toll Dialing Parity Plan.

#### **I. OBJECTIVE /PURPOSE**

In compliance with the Federal Communications Commission’s (“FCC’s”) Order and 47 C.F.R. 51.213, Angles files the Company’s plan for implementing intraLATA Equal Access (“the Plan”) in the State of Tennessee.

The intent of the Plan is to permit voice service customers to route intraLATA toll calls automatically, without the use of access codes, to any interexchange carrier (“IXC”) of the customer’s choice that has established itself as an access customer under Angles’ Access Services Tariff.

#### **II. IMPLEMENTATION SCHEDULE**

Simultaneously, with Angles’ initial offer of voice services, Angles will offer dialing parity for intraLATA toll calls. At that time, Angles’ retail customers will be able to choose any IXC that has established itself as an access customer under Angles’ Access Tariff.

#### **III. CARRIER SELECTION PROCEDURES**

When voice services are offered, Angles will implement the full 2-PIC carrier selection methodology as required by the Tennessee Regulatory Authority (“TRA”). With the full 2-PIC methodology, customers will be able to presubscribe to one telecommunications carrier for interLATA toll calls and to presubscribe to the same or a different participating telecommunications carrier for intraLATA toll calls.

Processes will be established to provide new customers with an opportunity to choose their intraLATA toll carrier. When voice services are offered, Company employees who communicate with the public, accept orders and serve in customer service capacities will be trained to explain to customers that availability of 2-PIC equal access, and to assist customers in making an initial PIC choice or in changing a PIC choice for intraLATA and interLATA toll calls.

#### IV. NEW CUSTOMERS

If requested by a voice service customer, Angles will provide a list of telecommunications carriers that are access customers and are maintaining a relationship with Angles pursuant to the provisions of the Company's Access Services Tariff. The list of intraLATA toll carriers will be presented in a competitively neutral manner. New voice customers who do not make a choice for an intraLATA toll carrier will be identified within Angles' system as "no-PIC" and will not be automatically defaulted to a carrier. New voice customers identified as "no-PIC" within Angles' system will be required to dial the access code of a different carrier to place intraLATA toll calls until they make an affirmative choice for an intraLATA toll carrier.

#### V. EXISTING CUSTOMERS

Angles is not yet a certified carrier in Tennessee and, thus, has no existing customers.

#### VI. INITIAL PIC REQUEST

A voice customer's initial PIC request will be made at no charge. No PIC change charge waiver period is proposed.



## VII. CARRIER NOTIFICATION

Interexchange carriers that desire to become access customers shall notify Angles via letter or telephone call of their desire to obtain exchange access service information. Angles will send each requesting carrier an information package describing Angles' service, processes and applicable tariffs. Once Angles receives and processes an IXC's Access Service Request, that carrier will be added to the list of participating carriers made available to a requesting customer trying to choose a PIC. Angles will include a list of available switches in its information package provided to each IXC in response to an inquiry.

## VIII. ANTI-SLAMMING PROCEDURES

Angles will enforce the FCC slamming rules currently in place from the December 23, 1998 Second Report and Order, CC Docket No. 94-129 pertaining to PIC Verifications and Preferred Carrier Freezes. Angles will enforce the FCC slamming liability rules as well. Angles will also comply with Tennessee's anti-slamming laws including TRA Rule, 1220-4-2-.56.

## IX. ACCESS to OPERATOR SERVICES and DIRECTORY ASSISTANCE

Access to Operator Services and Directory Assistance will continue to be available through the voice service customer's local exchange service provider or interLATA toll service provider. No industry standard has been established for access to Operator Services and Directory Assistance unique to the intraLATA toll service provider. For Operator Services, voice service customers will dial "0" to reach their local exchange operator and "00" to reach their interLATA PIC operator. For Directory Assistance, customers dial "1-411" in Angles' service territory for accessing the local exchange Directory Assistance and customers dial "1-NPA-555-1212" for accessing the interLATA PIC Directory Assistance.

The local and interLATA Operator Services and Directory Assistance may be branded by the local and interLATA service providers, as appropriate, based on the dialing pattern of the customer. Since no unique intraLATA dialing pattern currently exist in the industry, Angles is not capable of identifying intraLATA calls to Angles' or the interLATA PIC operators or directory assistance representatives. As such, this procedure is considered in compliance with FCC Order No. 96-333, Rule 51-217 (d).

#### X. NON-DISCRIMINATORY ACCESS to TELEPHONE NUMBERS and DIRECTORY LISTINGS

Angles will provide non-discriminatory access to telephone numbers and directory listings at the time its begins to provide voice services.

#### XI. REGULATIONS

Angles will comply with all rules of the FCC and the TRA.

**EXHIBIT J**

**Notice to Incumbent Carriers and the Consumer Advocate and Protection Division**

**BEFORE THE TENNESSEE REGULATORY AUTHORITY  
NASHVILLE, TENNESSEE**

**IN THE MATTER OF THE APPLICATION )  
OF BLC MANAGEMENT LLC D/B/A )  
ANGLES COMMUNICATION SOLUTIONS )  
FOR A CERTIFICATE OF PUBLIC CONVENIENCE )  
AND NECESSITY TO PROVIDE COMPETING )  
TELECOMMUNICATIONS SERVICES WITHIN )  
THE STATE OF TENNESSEE )**

**DOCKET NO. \_\_\_\_\_**

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**NOTICE OF APPLICATION FOR CERTIFICATE OF  
PUBLIC CONVENIENCE AND NECESSITY TO PROVIDE  
COMPETING TELECOMMUNICATIONS SERVICES**

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Pursuant to T.C.A. §65-4-201, Angles Communication Solutions hereby serves notice of its filing with the Tennessee Regulatory Authority ("TRA") an application for a certificate of public convenience and necessity to provide competing telecommunications services in Tennessee on this 29<sup>th</sup> day of October, 2003. Copies of the Application are available from the TRA.

By: D. Billye Sanders

D. Billye Sanders, Esq.  
Waller Lansden Dortch & Davis  
A Professional Limited Liability Company  
511 Union Street, Suite 2100  
Nashville, TN 37219  
Telephone: (615) 244-6380  
Facsimile: (615) 244-6804

Counsel for Angles Communication Solutions

## **EXHIBIT K**

### **ANGLES COMMUNICATION SOLUTIONS NUMBERING ISSUES**

Q: What is your company's expected demand for NXXs per NPA within a year of approval of your Application?

A: Angles will provide services through resale and UNE-P. As a result, it will not be ordering NXXs and this question does not apply to Angles.

Q: How many NXXs do you estimate that you will request from NANPA when you establish your service footprint?

A: Angles will provide services through resale and UNE-P. As a result, it will not be ordering NXXs and this question does not apply to Angles.

Q: When and in what NPA do you expect to establish your service footprint?

A: Angles will provide services through resale and UNE-P. As a result, this question does not apply to Angles.

Q: Will the company sequentially assign telephone numbers within NXXs?

A: Angles will provide services through resale and UNE-P. As a result, it will not be ordering NXXs and this question does not apply to Angles.

Q: What measures does the company intend to take to conserve Tennessee numbering resources?

A: Angles will provide services through resale and UNE-P. As a result, it will not be ordering NXXs and this question does not apply to Angles.

Q: When ordering new NXXs for growth, what percentage fill of an existing NXX does the company use to determine when a request for a new NXX will be initiated?

A: Angles will provide services through resale and UNE-P. As a result, it will not be ordering NXXs and this question does not apply to Angles.

## **EXHIBIT L**

### **TENNESSEE-SPECIFIC OPERATIONAL ISSUES**

Q: How does the company intend to comply with TCA §65-21-114? In its description, please explain technically how the company will not bill for countywide calls within Tennessee.

A: Angles will utilize an appropriate software program to identify calls being placed within county boundaries. This data will allow the Angles billing system to identify this type of traffic and bill it properly.

Q: Is the company aware of the Tennessee County Wide Calling database maintained by BellSouth and the procedures to enter your telephone numbers on the database?

A: Yes, Angles is aware of the Tennessee County Wide Calling database maintained by BellSouth. It will take steps necessary to become familiar with its procedures and how to implement numbers in that database.

Q: Is your company aware of the local calling areas provided by the Incumbent Local Exchange Carriers in your proposed service areas?

A: Yes, Angles is aware of the local calling areas provided by the incumbent local exchange carriers in its proposed service areas.

Q: Explain the procedures that will be implemented to assure that your customers will not be billed long distance charges for calls within the metro calling areas.

A: Angles will use the ILEC's tariff as a guide for local calling scope, EAS and metro calling areas to ensure that customers are not billed long distance charges for calls within the metro calling areas.

Q: Please provide the name and telephone number of an employee of your company that will be responsible to work with the TRA on resolving customer complaints.

A: Jon Olivares will work with the TRA on resolving customer complaints. Mr. Olivares may be reached at (901) 373-3103.

Q: Does the company intend to telemarket its services in Tennessee? If yes, is the company aware of the telemarketing statutes and regulations found in TCA §65-4-401 et seq. and Chapter 1220-4-11?

A: No, the company does not intend to telemarket its services in Tennessee.



**EXHIBIT M**

**SWORN PRE-FILED TESIMONY**

**BEFORE THE TENNESSEE REGULATORY AUTHORITY  
NASHVILLE, TENNESSEE**

**IN THE MATTER OF THE APPLICATION )  
OF BLC MANAGEMENT LLC D/B/A )  
ANGLES COMMUNICATION SOLUTIONS )  
FOR A CERTIFICATE OF PUBLIC CONVENIENCE )  
AND NECESSITY TO PROVIDE COMPETING )  
TELECOMMUNICATIONS SERVICES WITHIN )  
THE STATE OF TENNESSEE )**

**DOCKET NO. \_\_\_\_\_**

**PRE-FILED TESTIMONY OF BRIAN COX**

I, Brian Cox, do hereby testify as follows in support of the Application of Angles Communication Solutions for a Certificate of Convenience and Necessity as a competing telecommunications services provider to provide telecommunication services throughout the State of Tennessee.

**Q: Please state your full name, business address, and position.**

A: My name is K. Brian Cox. I am President of BLC Management LLC d/b/a Angles Communication Solutions. My business address is 7850 Stage Hills Boulevard, Suite 108, Memphis, TN 38133, and I may be reached at (901) 373-3103.

**Q: Please briefly describe your duties.**

A: I oversee management of the employees. In addition, I am responsible for business development and public relations at Angles.

**Q: Please describe your business experience and educational background.**

A: From 1994-1998, I attended Murray State University and studied Economics and Finance.

I have extensive business experience. In 1999, I became Area Manager for Chemical Sales for Lose Brothers Chemical; I held this position until 2001. Following my work with Lose Brothers Chemical, I founded Angles Media in February 2001, which pioneered video and audio

compression for the Internet. The following year, in January 2002, the Telecommunication Technology division was added to Angles Media, and the company was renamed Angles Communication Solutions.

**Q: Are all statements in Angles' Application true and correct to the best of your knowledge, information and belief?**

A: Yes.

**Q: Please describe the current corporate structure of Angles.**

A: Angles is a limited liability company formed in Tennessee. It is member-managed. There are currently four members of Angles, of which I am one.

**Q: Does Angles possess the requisite managerial, financial, and technical abilities to provide the services for which it has applied for authority?**

A: Yes, as outlined in Angle's Application for a Certificate of Public Convenience and Necessity and the exhibits thereto, Angles possesses the necessary managerial, financial, and technical capabilities to provide the services for which it has applied for authority.

**Q: Please describe Angles' financial qualifications.**

A: Angles is financially qualified to provide the services for which it has applied for authority, as evidenced in the financial statements filed under seal with its Application.

**Q: Please describe Angles' managerial and technical qualifications.**

A: Angles is managerially and technically qualified to provide services as a local exchange services provider. The key personnel of Angles have extensive business experience, as evidenced in the resumes attached to the Application for a Certificate of Convenience and Necessity.

In addition, the collective experience of the key employees of Angles evidences Angles' technical qualification to provide services as a local exchange services provider. The key personnel of Angles have substantial experience in the telecommunications field. Furthermore, Angles has acted as an agent for two UNE-P CLECs (unbundled network elements-platform competing local exchange carriers.).

Finally, Angles will rely on the experience of the underlying incumbent local exchange carrier.

**Q: What services will Angles offer?**

A: Angles will serve residential and business customers and will provide local and long distance service to such customers.

**Q: Will Angles offer service to all consumers within its service area?**

A: Yes, Angles will offer service to all consumers within its service area.

**Q: Does Angles plan to offer local exchange telecommunications services in areas served by any incumbent local exchange telephone company with fewer than 100,000 total access lines?**

A: Yes.

**Q: Will the granting of a certificate of public convenience and necessity to Angles serve the public interest?**

A: Yes. Granting Angles a Certificate of Public Convenience and Necessity will further the public interest and benefit all telecommunication consumers within the State of Tennessee. Angle's provision of telecommunication services would promote the public interest by providing high-quality service at competitive prices. Angles' entry into the Tennessee telecommunications market will bring benefits to telecommunications users within the State of Tennessee by

providing (a) lower-priced and better quality service; (b) innovative telecommunications services; (c) efficient use of existing communications resources; and (d) diversification and reliability in the supply of communications services.

**Q: Does Angles intend to comply with all TRA rules, statutes, and orders pertaining to the provision of telecommunications services in Tennessee, including those for disconnection and reconnection of service?**

A: Yes.

**Q: Has any state ever denied Angles or one of its affiliates authorization to provide intrastate service?**

A: No, no state has ever denied Angles authorization to provide intrastate service. Angles does not have any affiliates.

**Q: Has any state ever revoked the certification of Angles or one of its affiliates?**

A: No, no state has ever revoked the certification of Angles. As stated above, Angles does not have any affiliates.

**Q: Has Angles or one of its affiliates ever been investigated or sanctioned by any regulatory authority for service or billing irregularities?**

A: No, Angles has never been investigated or sanctioned by any regulatory authority for service or billing irregularities.

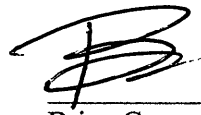

**Q: Who is knowledgeable about Angles' operations and will serve as Angles' regulatory and customer service contact?**

A: I am knowledgeable about Angles' operations. Jon Olivares will act as Angles' regulatory contact. Mandy Brownlee will be responsible for customer service issues.

**Q: Does this conclude your testimony?**

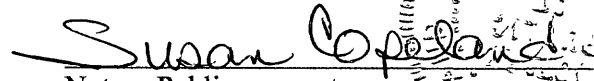
**A: Yes.**

I swear that the foregoing testimony is true and correct to the best of my knowledge.

Brian Cox  
President  
Angles Communication Solutions

Subscribed and sworn to me this 13<sup>th</sup> day of October, 2003.



Notary Public

My commission expires

MY COMMISSION EXPIRES  
April 13, 2004

